

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

In re:	§	Case No.: 22-30682
	§	
BRAZOS SANDY CREEK ELECTRIC	§	
COOPERATIVE, INC.,	§	Chapter 7
	§	
Debtor.	§	

**NOTICE OF SALE, BIDDING PROCEDURES,  
AUCTION, AND SALE HEARING**

**PLEASE TAKE NOTICE OF THE FOLLOWING:<sup>1</sup>**

Janet S. Northrup, not individually, but as the chapter 7 trustee (the “Trustee”) for the bankruptcy estate of Brazos Sandy Creek Electric Cooperative, Inc. (the “Debtor”) in the above-captioned chapter 7 case (this “Case”) filed with the United States Bankruptcy Court for the Southern District of Texas (the “Court”) a motion [Docket No. 129] (the “Motion”) for the entry of an Order, pursuant to 11 U.S.C. §§ 363 and 365 and Fed. R. Bankr. P. 2002, 6004, 6006, 9007, 9008, and 9014: (i) approving the bidding and sale procedures for the sale of all or substantially all of the Debtor’s assets (the “Bidding Procedures”); (ii) approving the procedures for the assumption and assignment of executory contracts in connection with such sale (the “Assumption and Assignment Procedures”); (iii) scheduling an auction for and hearing on the approval of such sale and setting certain related dates and deadlines as set forth herein and summarized in the sale schedule (the “Sale Schedule”); (iv) authorizing the Trustee to conduct a sale (the “Sale”) of all or substantially all property of the estate (the “Assets”) according to the Bidding Procedures and assume and assign certain executory contracts and unexpired leases (the “Proposed Assumed Contracts”) according to the Assumption and Assignment Procedures; (v) approving the form and manner of notice of the same, including certain form notices (the “Notices”); and (vi) granting certain related relief.

On July 19, 2022, the Court entered an order [Docket No. 184] (the “Bidding Procedures Order”) granting the relief requested in the Motion.

**The Sale**

The Trustee is seeking to sell substantially all of the Assets, including, among other things, the TIC Interest in the Energy Station, excluding cash.

A party may submit a bid for all of the Assets in accordance with the terms and conditions of the Bidding Procedures.

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<sup>1</sup> All capitalized terms not defined herein shall have the meanings ascribed to them in the Bidding Procedures or the Motion, as applicable.

## **IMPORTANT DATES AND DEADLINES**

***Auction.*** An Auction for the Assets has been scheduled for **September 12, 2022, at 10:00 a.m. (prevailing Central Time)** and, if necessary, will be conducted at the offices of Hughes Watters Askanase LLP. The Trustee reserves the right adjourn or continue the Auction to a later date.

***Global Objection Deadline.*** Objections to the proposed Sale, including, without limitation, objections to the assumption and assignment of executory contracts or unexpired leases in connection with the Sale, must be (i) filed in accordance with the Bidding Procedures Order, (ii) filed with the Court, and (iii) served on the Objection Notice Parties (as identified and defined in the Bidding Procedures) so as to be received no later than **September 23, 2022, at 5:00 p.m. (prevailing Central Time)**.

***Sale Hearing.*** The Sale Hearing shall be held before the Honorable David R. Jones, United States Bankruptcy Judge, at the Court on **October 4, 2022, at 2:30 p.m. (prevailing Central Time)**.

## **Additional Information**

Any party interested in submitting a bid for the Assets should contact the Trustee's advisors, RPA Asset Management Services LLC.

## **Reservation of Rights**

The Trustee reserves the right to, in her reasonable business judgment, in a manner consistent with her fiduciary duties and applicable law, and in consultation with the Consultation Parties, modify the Bidding Procedures; waive terms and conditions set forth therein; extend the deadlines set forth therein; announce at any Auction held modified or additional procedures for conducting the Auction; and provide reasonable accommodations to Bidders with respect to such terms, conditions, and deadlines of the bidding and auction process, to promote further Bids by such Bidder. **Nothing shall obligate the Trustee to consummate or pursue any transaction with respect to any Asset with any Bidder.**

**THE FAILURE OF ANY PERSON OR ENTITY TO FILE AND SERVE AN OBJECTION IN ACCORDANCE WITH THE BIDDING PROCEDURES ORDER BY THE APPLICABLE GLOBAL OBJECTION DEADLINE SHALL FOREVER BAR SUCH PERSON OR ENTITY FROM ASSERTING ANY OBJECTION TO THE MOTION, SALE ORDER, PROPOSED SALE TRANSACTION, ANY OTHER ASPECT OF THE SALE PROCESS, OR ANY ASSET PURCHASE AGREEMENT EXECUTED BY THE TRUSTEE AND SUCCESSFUL BIDDER (OR BACK-UP BIDDER OR ANY OTHER BIDDER) AT THE AUCTION.**

Dated: July 19, 2022

/s/ Janet S. Northrup , Chapter 7 Trustee  
TotalEnergies Tower  
1201 Louisiana, 28<sup>th</sup> Floor  
Houston, Texas 77002  
Telephone: (713) 759-0818  
Facsimile: (713) 759-6834

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**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a true and correct copy of the *Notice of Sale Bidding Procedures, and Sale Hearing* was served on the following parties as indicated:

- (i) all parties receiving ECF notice in this case on July 19, 2022; and
- (ii) all parties listed on the attached Master Service List as indicated on July 19, 2022.

Respectfully submitted,

HUGHES, WATTERS & ASKANASE, LLP

By: /s/ Heather Heath McIntyre

Wayne Kitchens TBN 11541110

[wkitchens@hwallp.com](mailto:wkitchens@hwallp.com)

Heather McIntyre TBN 24041076

[hmcintyre@hwallp.com](mailto:hmcintyre@hwallp.com)

Total Plaza

1201 Louisiana, 28<sup>th</sup> Floor

Houston, Texas 77002

(713) 759-0818 Telephone

(713) 759-6834 Facsimile

**COUNSEL FOR JANET NORTHRUP,  
CHAPTER 7 TRUSTEE**